

Exhibit A



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Transcript of David Wise

Date: January 31, 2025

Case: Headwater Research LLC -v- AT&T Services, Inc., et al.

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IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF TEXAS
MARSHALL DIVISION

HEADWATER RESEARCH LLC,)
)
Plaintiff,)
) CASE NO.:
VS.) 2:23-cv-00397-JRG-RSP
)
AT&T SERVICES, INC.,) Lead Case
AT&T MOBILITY, LLC, AND)
AT&T CORP.,)
)
Defendants.)

HEADWATER RESEARCH LLC,)
)
 Plaintiff,)
) CASE NO.:
 VS.) 2:23-cv-00398-JRG-RSP
)
 AT&T SERVICES, INC.,)
 AT&T MOBILITY, LLC, AND)
 AT&T CORP.,)
)
 Defendants.)

ORAL, REALTIMED, VIDEOTAPED DEPOSITION OF
DAVID WISE
JANUARY 31, 2025

JOB NO.: 570073

PAGES: 1 - 77

REPORTED BY: ANNETTE PELTIER

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Conducted on January 31, 2025

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1 ORAL, REALTIMED, VIDEOTAPED DEPOSITION OF
2 DAVID WISE, produced as a witness at the instance
3 of the Defendants, and duly sworn, was taken in
4 the above-styled and numbered cause on
5 January 31, 2025, from 12:03 p.m. to 1:54 p.m.,
6 before Annette Peltier, CSR, Texas Certified
7 Realtime Reporter, in and for the State of Texas,
8 reported by machine shorthand pursuant to the
9 Federal Rules of Civil Procedure and the
10 provisions stated on the record or attached
11 hereto.

A P P E A R A N C E S

(ALL APPEARING VIA ZOOM VIDEOCONFERENCE)

ON BEHALF OF THE PLAINTIFFS:

KRIS DAVIS, ESQUIRE
Russ, August & Kabat, LLP
8080 N. Central Expressway
Dallas, Texas 75206
310.826.7474

ON BEHALF OF THE DEFENDANTS:

SCOTT HEJNY, ESQUIRE
McKool Smith
303 Colorado Street
Suite 2100
Austin, Texas 78701
512.692.8700

ON BEHALF OF THE WITNESS:

DAVID KAYS, ESQUIRE
Morgan, Franich, Fredkin Siamas &
Kays LLP
333 W. San Carlos Street
Suite 1050
San Jose, CA 95110
408.288.8288

ALSO PRESENT:

Lawrence Wallace, Videographer
Charlie McGrath, Video Tech

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1 EXHIBIT TECH: Thank you to
2 everyone for attending this proceeding remotely,
3 which we anticipate will run smoothly.

4 Please remember to speak slowly
5 and do your best not to talk over one another.

6 Please be aware that we are
7 recording this proceeding for backup purposes.

8 Any off-the-record discussions
9 should be had away from the computer.

10 Please remember to mute your mic
11 for those conversations.

12 Please have your video enabled to
13 help the reporter identify who is speaking. If
14 you are unable to connect with video and are
15 connecting via phone, please identify yourself
16 each time before speaking.

17 I apologize in advance for any
18 technical-related interruptions.

19 Thank you.

20 THE VIDEOGRAPHER: All right. 12:03:24
21 Everyone please stand by to be read onto the 12:03:27
22 video record. 12:03:30

23 Here begins media number one in 12:03:31
24 the videotaped deposition of David Wise in the 12:03:34
25 matter of Headwater Research, LLC, versus AT&T 12:03:36

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1	Services, Inc., et al, in the United States	12:03:42
2	District Court for the Eastern District of Texas,	12:03:42
3	Marshall Division, Case Number	12:03:52
4	2:23-cv-397-JRG-RSP.	12:04:04
5	Today's date is January 31st,	12:04:05
6	2025. The time on the video monitor is	12:04:08
7	2:04 [sic] p.m. Central time.	12:04:11
8	The remote videographer today is	12:04:14
9	Lawrence Wallace, representing Planet Depos.	12:04:16
10	All parties of this video	12:04:18
11	deposition are attending remotely.	12:04:21
12	Would counsel please	12:04:22
13	voice-identify themselves and state whom they	12:04:24
14	represent.	12:04:27
15	MR. HEJNY: Scott Hejny from	12:04:30
16	McKool Smith on behalf of AT&T.	12:04:32
17	MR. DAVIS: Kris Davis from Russ,	12:04:34
18	August & Kabat on behalf of Headwater Research,	12:04:37
19	LLC.	12:04:39
20	MR. KAYS: David Kays on behalf of	12:04:40
21	the witness, David Wise.	12:04:42
22	THE VIDEOGRAPHER: All right. The	12:04:46
23	court reporter today is Annette Peltier,	12:04:49
24	representing Planet Depos.	12:04:51
25	The witness will now be sworn.	12:04:51

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1	DAVID WISE,	12:04:54
2	Having been first duly sworn, testified upon his	12:04:54
3	oath as follows:	12:05:01
4	EXAMINATION	12:05:01
5	BY MR. HEJNY:	12:05:02
6	Q. Good morning, Mr. Wise.	12:05:02
7	A. Good morning.	12:05:18
8	Q. So you -- you mentioned before we started	12:05:18
9	that you'd been deposed before, correct?	12:05:22
10	A. Yes.	12:05:25
11	Q. Okay. So I'll walk through some	12:05:25
12	guidelines here in a minute, but obviously this	12:05:28
13	is your first remote depo.	12:05:30
14	Are you alone in the room where you're	12:05:32
15	being deposed now?	12:05:34
16	A. Yes.	12:05:35
17	Q. Do you have any documents in front of you	12:05:35
18	or pulled up on your computer screen?	12:05:38
19	A. No.	12:05:41
20	Q. Great.	12:05:41
21	How many times have you been deposed	12:05:43
22	before?	12:05:47
23	A. Three.	12:05:49
24	Q. When was the last time you were deposed --	12:05:50
25	I guess the most recent deposition?	12:05:55

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1	A. Not sure. A few years ago.	12:05:57
2	Q. Have you ever been deposed in an	12:06:02
3	intellectual property case before?	12:06:07
4	A. Cases involving intellectual property,	12:06:09
5	among other things, I think, yeah.	12:06:12
6	Q. Okay. Have you ever been deposed in a	12:06:15
7	case involving patent infringement?	12:06:18
8	A. Not to my knowledge, no.	12:06:21
9	Q. Have you ever been deposed in a case	12:06:25
10	involving a dispute over IP ownership?	12:06:29
11	A. No, not to my knowledge.	12:06:35
12	Q. Have you ever testified before in a case	12:06:38
13	involving Greg Raleigh or Headwater?	12:06:43
14	A. No.	12:06:47
15	Q. Have you ever testified at trial before?	12:06:47
16	A. Yes.	12:06:52
17	Q. And do you recall what case that was in?	12:06:54
18	A. FTC case with Qualcomm.	12:06:59
19	Q. And what did that case relate to,	12:07:03
20	generally?	12:07:10
21	A. Antitrust action from the FTC against	12:07:11
22	Qualcomm.	12:07:21
23	Q. Got it.	12:07:21
24	You understand that you're under oath	12:07:23
25	today?	12:07:24

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1	A. Yes.	12:07:24
2	Q. Is there any reason that you can't provide	12:07:25
3	full and accurate testimony in your deposition	12:07:28
4	today?	12:07:32
5	A. No.	12:07:32
6	Q. Okay. So like the court reporter said,	12:07:32
7	I'll ask you some questions; and unless your	12:07:37
8	attorney, Mr. Kays, instructs you not to answer,	12:07:39
9	I'll expect you to answer the question.	12:07:42
10	Is that fair?	12:07:43
11	A. Yes.	12:07:45
12	Q. And if you don't understand a question,	12:07:45
13	please ask, and I'll try and clarify; but if you	12:07:49
14	don't ask for clarification, I'll assume that you	12:07:52
15	understand my question.	12:07:55
16	Is that fair?	12:07:56
17	A. Yes.	12:07:56
18	Q. And we'll try to take a break about every	12:07:57
19	hour, but be sure to let me know if you need a	12:08:01
20	break before then and we'll try to take that	12:08:04
21	break unless there's a question pending on the	12:08:06
22	table.	12:08:09
23	Does that make sense?	12:08:09
24	A. Yes.	12:08:10
25	Q. Okay. Do you understand why you're here	12:08:11

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1	today?	12:08:15
2	A. Not completely, no.	12:08:15
3	Q. Sure.	12:08:17
4	MR. HEJNY: Can we pull up	12:08:20
5	Exhibit 1? It's marked as tab 1 in the exhibits	12:08:21
6	I uploaded this morning.	12:08:25
7	EXHIBIT TECH: Not a problem.	12:08:35
8	MR. KAYS: And, Counsel, I'll	12:08:35
9	represent for the record that he's here because	12:08:37
10	of your subpoena, or in compliance with your	12:08:39
11	subpoena.	12:08:40
12	MR. HEJNY: Sure. That's what I'm	12:08:40
13	about to show him.	12:08:42
14	(Whereupon Exhibit Number 1 was	12:08:45
15	marked for identification.)	12:08:52
16	THE WITNESS: Sorry, do I click on	12:08:52
17	this or something? Oh, no, got you.	12:08:54
18	Q. (BY MR. HEJNY) So the technician has	12:08:56
19	pulled up the subpoena as Exhibit 1 on the -- on	12:08:59
20	the screen. There's also a copy of the subpoena	12:09:01
21	that's in the chat box that's in PDF form; and,	12:09:03
22	you know, we can -- we can navigate through the	12:09:07
23	one on the screen. There may be some exhibits	12:09:10
24	later where it might be easier for you to access	12:09:13
25	the exhibit in the chat box, but we can work	12:09:15

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1	through that on an exhibit-by-exhibit basis, if	12:09:17
2	that makes sense.	12:09:20
3	A. Okay.	12:09:21
4	Q. Okay. So Exhibit 1 is a subpoena that was	12:09:21
5	issued to you by AT&T.	12:09:24
6	Have you seen this document before?	12:09:25
7	A. Yes.	12:09:28
8	Q. Okay. So obviously, you're here to	12:09:28
9	testify in response to the subpoena that was	12:09:34
10	served by AT&T, correct?	12:09:35
11	A. Yes.	12:09:37
12	Q. Are you familiar with Headwater Research,	12:09:37
13	LLC?	12:09:45
14	A. The name didn't ring a bell.	12:09:46
15	Q. Are you more familiar with an entity	12:09:48
16	called Headwater Partners?	12:09:52
17	A. No.	12:09:54
18	Q. Okay. Do you remember a gentleman named	12:09:55
19	Dr. Greg Raleigh or Raleigh that used to work for	12:09:59
20	Qualcomm with whom you've had interaction in the	12:10:03
21	past?	12:10:05
22	A. Yes.	12:10:06
23	Q. Okay.	12:10:06
24	MR. HEJNY: We can take that down	12:10:11
25	now.	12:10:12

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1	Q. (BY MR. HEJNY) Are you -- are you	12:10:15
2	currently employed, Mr. Wise?	12:10:16
3	A. No. I'm an advisor for some private	12:10:18
4	companies, but no full-time employment.	12:10:22
5	Q. Have you had any full-time employment	12:10:26
6	since you left Qualcomm?	12:10:28
7	A. No.	12:10:30
8	MR. HEJNY: And let's pull up	12:10:34
9	Exhibit 2, please.	12:10:36
10	(Whereupon Exhibit Number 2 was	12:10:37
11	marked for identification.)	12:10:37
12	MR. HEJNY: And for the record,	12:10:48
13	Exhibit 2 is going to be your LinkedIn profile.	12:10:49
14	MR. KAYS: I knew it. Call me	12:10:52
15	Nostradamus.	12:11:04
16	MR. DAVIS: I don't actually see	12:11:04
17	Exhibit 2 in the chat.	12:11:06
18	MR. HEJNY: I don't think it's	12:11:08
19	been uploaded yet.	12:11:09
20	MR. DAVIS: Oh, okay, I'm sorry.	12:11:10
21	MR. HEJNY: Yeah.	12:11:12
22	EXHIBIT TECH: Sorry, Counsel,	12:11:12
23	it's just taking me a moment to mark it and save	12:11:12
24	it here.	12:11:12
25	MR. HEJNY: No problem.	12:11:38

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1	Q. (BY MR. HEJNY) Okay. So Exhibit 2 is	12:11:38
2	your LinkedIn profile.	12:11:41
3	Have you seen this, Dr. Wise --	12:11:42
4	Dr. Wise -- Mr. Wise?	12:11:44
5	A. Yes.	12:11:46
6	Q. And have you updated this document	12:11:46
7	recently?	12:11:51
8	A. Not recently, no.	12:11:53
9	Q. And on the first page, it lists some of	12:11:54
10	your activities since you left Qualcomm, correct?	12:11:59
11	A. Yes.	12:12:03
12	Q. And are these entities, including	12:12:03
13	Cloudbeds, Chain Reaction Limited, and Jaws	12:12:07
14	Juggernaut Acquisition Corp, are those entities	12:12:12
15	with -- with whom you've been consulting since	12:12:15
16	you left Qualcomm?	12:12:17
17	A. Yes, several dates that are given there,	12:12:20
18	yeah.	12:12:24
19	MR. HEJNY: Can we move down to	12:12:24
20	Page 2 of the exhibit?	12:12:25
21	Q. (BY MR. HEJNY) Okay. So here begins your	12:12:28
22	Qualcomm resumé.	12:12:31
23	And so you were at Qualcomm for	12:12:32
24	roughly 24 and a half years?	12:12:35
25	A. Correct.	12:12:38

1 Q. And let's scroll down to Page 3 because 12:12:40
2 the time frame that I'm interested in discussing 12:12:44
3 with you today is the 2007 to 2008 and 2009 time 12:12:45
4 frames when you were Senior Vice President of 12:12:50
5 Finance and Strategy at Qualcomm. 12:12:53
6 Do you see that on your resumé? 12:12:55
7 A. Yes. 12:12:58
8 Q. And what was your role with Qualcomm in 12:12:58
9 the -- in the 2008 to 2009 time frame, generally 12:13:02
10 speaking? 12:13:05
11 A. With our corporate financial planning 12:13:06
12 function at the company, which is responsible for 12:13:12
13 all of the budgeting, forecasting, quarterly 12:13:15
14 forecast process at the company, to roll out the 12:13:22
15 financials and help provide guidance for earnings 12:13:27
16 and -- but on the forecast side and was also 12:13:31
17 involved in various strategic projects. 12:13:36
18 Q. Now, I'm going to show you some documents 12:13:42
19 later that relate to some interactions that you 12:13:44
20 had with the gentleman that I named earlier, Greg 12:13:46
21 Raleigh. 12:13:46
22 And you said you remember -- or you 12:13:50
23 recall his name, correct? 12:13:52
24 A. I recall his name, yes. 12:13:53
25 Q. And how did you get involved with 12:13:54

1	discussions with Greg Raleigh back in the 2008,	12:13:58
2	2009 time frame?	12:14:02
3	A. Honestly, I don't recall exactly how.	12:14:05
4	Q. Do you recall what was discussed with --	12:14:08
5	with Mr. Raleigh or Dr. Raleigh back in that time	12:14:13
6	frame, in 2008, 2009?	12:14:16
7	A. No.	12:14:19
8	Q. So you don't recall any -- any prior	12:14:22
9	discussions you had with Dr. Raleigh regarding	12:14:26
10	intellectual property that -- that he developed	12:14:29
11	and was wanting to partner with Qualcomm on?	12:14:31
12	A. I remember vaguely, yeah. You know, he	12:14:36
13	was -- I remember vaguely having interactions	12:14:39
14	with him, but I don't remember any details at	12:14:42
15	this point.	12:14:45
16	Q. Was it common for you in the 2008, 2009	12:14:45
17	time frame to be involved in discussions with --	12:14:49
18	with other entities regarding technology that	12:14:52
19	they might want to bring and partner with with	12:14:55
20	Qualcomm?	12:14:59
21	MR. KAYS: Objection, form.	12:15:03
22	A. Yeah, I was -- I would be involved	12:15:04
23	periodically in acquisitions of technology, IP,	12:15:06
24	businesses.	12:15:12
25	Q. (BY MR. HEJNY) So that was -- that was	12:15:15

1 common for you, then, to be involved in 12:15:16
2 discussions with third parties that might want to 12:15:19
3 partner with Qualcomm? 12:15:23
4 A. Yeah, not uncommon. 12:15:25
5 Q. And the reason I ask is you were Senior 12:15:27
6 Vice President For Finance and Strategy, and I 12:15:32
7 didn't see anything in your resumé about, you 12:15:35
8 know, technology issues. 12:15:37
9 Were you involved in technology issues 12:15:38
10 and bringing in new technology while you were at 12:15:41
11 Qualcomm? 12:15:44
12 MR. KAYS: Objection, form. 12:15:46
13 A. So my role was -- would -- I would 12:15:49
14 characterize it as on the business side. So if 12:15:52
15 we were interested in technology or acquiring a 12:15:55
16 business, I would be involved from a business 12:15:58
17 perspective on negotiating those deals and 12:16:01
18 determining whether it made sense or not, you 12:16:08
19 know, from a business perspective. 12:16:10
20 Q. (BY MR. HEJNY) So more on the business 12:16:12
21 side than the technology front? 12:16:13
22 A. Yes. 12:16:15
23 Q. When did you first learn about this 12:16:17
24 current lawsuit that was filed by Headwater 12:16:21
25 Partners -- or sorry, between Headwater Research 12:16:25

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1	against AT&T?	12:16:30
2	A. From the subpoena.	12:16:30
3	Q. You had not heard about it before you were	12:16:31
4	served with the subpoena?	12:16:33
5	A. No.	12:16:34
6	Q. Do you understand the nature of the	12:16:35
7	lawsuit?	12:16:39
8	MR. KAYS: I'm going to just	12:16:42
9	object to the extent that would require Mr. Wise	12:16:43
10	to disclose privileged communications.	12:16:48
11	If you have a -- if you have a --	12:16:52
12	you know, an understanding separate and apart	12:16:54
13	from any discussions you've had with me, you can	12:16:56
14	provide it; otherwise, I would instruct you not	12:16:59
15	to answer.	12:17:02
16	A. Yeah, I have no answer.	12:17:05
17	Q. (BY MR. HEJNY) So you learned about the	12:17:07
18	lawsuit -- this is a "yes" or "no" question: You	12:17:09
19	learned about the lawsuit through conversations	12:17:12
20	with your attorney?	12:17:15
21	A. Yes.	12:17:15
22	MR. KAYS: I --	12:17:15
23	THE WITNESS: Sorry, David.	12:17:20
24	MR. KAYS: That's okay.	12:17:21
25	Q. (BY MR. HEJNY) What did you do to prepare	12:17:22

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1	for your deposition today?	12:17:24
2	A. Nothing, other than a brief conversation	12:17:27
3	with David.	12:17:30
4	Q. Did you review any documents or -- or	12:17:32
5	e-mails to refresh your recollection?	12:17:35
6	A. No.	12:17:38
7	Q. Have you spoken with Dr. Raleigh	12:17:39
8	concerning the lawsuit or concerning your	12:17:44
9	deposition?	12:17:46
10	A. No.	12:17:48
11	Q. Have you spoken with anyone at Headwater	12:17:48
12	concerning your deposition or the lawsuit?	12:17:53
13	A. No.	12:17:56
14	Q. Have you spoken with -- with Mr. Davis or	12:17:58
15	anyone at Russ, August & Kabat regarding your	12:18:03
16	deposition or the lawsuit?	12:18:06
17	A. No.	12:18:08
18	Q. Are you familiar with IP ownership	12:18:08
19	documents that each Qualcomm document -- sorry,	12:18:38
20	strike that.	12:18:42
21	Are you aware of IP ownership	12:18:42
22	documents that each Qualcomm employee signs when	12:18:45
23	they come on and join the Qualcomm organization?	12:18:50
24	A. Yes.	12:18:54
25	MR. HEJNY: Can we pull up	12:19:01

1	Exhibit 3, please?	12:19:02
2	(Whereupon Exhibit Number 3 was	12:19:04
3	marked for identification.)	12:19:48
4	Q. (BY MR. HEJNY) The technician has pulled	12:19:48
5	up what's been marked as Exhibit 3, and the first	12:19:49
6	two pages just relate to -- reflect to the fact	12:19:52
7	that this was an exhibit to another document that	12:19:56
8	was filed under seal, so we can skip to the third	12:19:58
9	page.	12:20:00
10	And the -- the page that we're looking	12:20:02
11	at has a number at the bottom right-hand corner,	12:20:06
12	which is HW397-0094028.	12:20:08
13	And at the top of the page, it's	12:20:14
14	titled, "Invention Disclosure, Confidentiality,	12:20:18
15	and Proprietary Rights Agreement."	12:20:22
16	Have you seen documents like this	12:20:24
17	before and -- during your time at Qualcomm?	12:20:25
18	A. I don't recall seeing it, but I was aware	12:20:30
19	Qualcomm had -- has employees sign these.	12:20:34
20	Q. Did you have to complete one of these	12:20:37
21	documents in -- in connection with your	12:20:39
22	employment at Qualcomm?	12:20:41
23	A. I assume I did, yes.	12:20:43
24	Q. As you can see at the top of the document,	12:20:45
25	this says this is a submission for Gregory	12:20:49

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1	Raleigh that was recorded on December 18th, 2006.	12:20:54
2	Do you see that?	12:20:58
3	A. Yes.	12:20:58
4	Q. And there are a couple of paragraphs I	12:20:59
5	want to focus on; the first is paragraph 1.2	12:21:01
6	where it states that: "I hereby assign,	12:21:08
7	transfer, and convey to the company all my entire	12:21:10
8	right, title, and interest in and to any and all	12:21:13
9	inventions and works which I now or hereafter own	12:21:16
10	or have an ownership interest in except those I	12:21:21
11	have specifically described in my statement of	12:21:24
12	excepted inventions and works which is Attachment	12:21:28
13	1 to this agreement."	12:21:31
14	Do you see this?	12:21:32
15	A. Yes.	12:21:34
16	Q. And was it common or mandatory for	12:21:35
17	Qualcomm employees to assign rights to	12:21:40
18	intellectual property that they developed at	12:21:44
19	Qualcomm to the company?	12:21:46
20	A. Yes, to my knowledge.	12:21:49
21	Q. And similarly, paragraph 1.4 below, which	12:21:51
22	is slightly further down the screen, it states	12:21:57
23	that, "I agree that an invention disclosed" to	12:22:01
24	me -- "by me to a third person or described in a	12:22:04
25	patent application filed by me or in my behalf	12:22:08

1 within one year following termination of my 12:22:10
2 employment with the company shall be presumed to 12:22:15
3 be an invention subject to the terms of this 12:22:17
4 agreement unless proved" to me -- "proved by me 12:22:18
5 to have been conceived and first reduced to 12:22:22
6 practice by me following the termination of my 12:22:25
7 employment with the company." 12:22:27

8 Do you see that? 12:22:28

9 A. Yes. 12:22:29

10 Q. And I'm showing you this document and 12:22:30
11 these -- the terms of this document because it's 12:22:33
12 going to be important to some of our later 12:22:35
13 discussions; but again, to your understanding, 12:22:37
14 this was a common agreement that was signed by 12:22:39
15 Qualcomm employees, particularly employees that 12:22:41
16 were involved in technical development, correct? 12:22:44

17 A. Yes. 12:22:48

18 MR. DAVIS: Objection, form. 12:22:49

19 Go ahead, I'm sorry. 12:22:50

20 A. To the best of my understanding, yes. 12:22:50

21 Q. (BY MR. HEJNY) And do you understand that 12:23:01
22 the purpose of this document was to ensure that 12:23:02
23 Qualcomm retain intellectual property rights to 12:23:05
24 inventions that were developed both while at 12:23:09
25 Qualcomm and within one year of termination at 12:23:16

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23

1	Qualcomm?	12:23:16
2	MR. KAYS: Object --	12:23:21
3	MR. DAVIS: Objection, form.	12:23:21
4	MR. KAYS: Yeah. I'm going to	12:23:22
5	object to the extent it requires you to disclose	12:23:23
6	privileged communications. If you have an	12:23:25
7	understanding about the purpose of that paragraph	12:23:26
8	separate and apart from communications with	12:23:28
9	attorneys, you can answer. If not, I would	12:23:32
10	instruct you not to answer.	12:23:35
11	A. Just a general understanding of, like, the	12:23:40
12	ownership for Qualcomm.	12:23:44
13	Q. (BY MR. HEJNY) Did you ever have	12:23:45
14	discussion with Qualcomm attorneys regarding the	12:23:46
15	meanings of these agreements, and specifically	12:23:50
16	these two paragraphs of these agreements, in	12:23:52
17	connection with Dr. Raleigh?	12:23:55
18	MR. KAYS: I think he's answered	12:24:13
19	and said "no," maybe.	12:24:15
20	MR. HEJNY: I may have not heard	12:24:18
21	it.	12:24:19
22	Q. (BY MR. HEJNY) Did you --	12:24:19
23	A. I answered "no," yeah.	12:24:19
24	Q. Okay. I apologize, sorry.	12:24:21
25	MR. HEJNY: Thanks, David. If I	12:24:21

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24

1	sit there looking like I'm --	12:24:23
2	MR. KAYS: No, no, no. I -- it	12:24:25
3	was -- the international sign of "I didn't hear	12:24:27
4	you" was --	12:24:29
5	MR. HEJNY: Thank you, Mr. Wise.	12:24:33
6	Q. (BY MR. HEJNY) So I mentioned to you, you	12:24:35
7	know, whether you were familiar with past	12:24:39
8	conversations you've had with -- with	12:24:42
9	Dr. Raleigh; and you answered "yes," correct?	12:24:44
10	A. I remember interfacing with him.	12:24:49
11	Q. And did you interface with Dr. Raleigh at	12:24:52
12	the request of Paul Jacobs?	12:24:55
13	A. I don't recall.	12:25:00
14	Q. Who was Paul Jacobs?	12:25:02
15	A. In this time frame, I don't recall what	12:25:06
16	level he was, but at one point he was CEO of the	12:25:09
17	company.	12:25:14
18	Q. Is he still at Qualcomm?	12:25:15
19	A. No.	12:25:19
20	MR. HEJNY: Let's pull up	12:25:22
21	Exhibit 4, please.	12:25:24
22	(Whereupon Exhibit Number 4 was	12:25:33
23	marked for identification.)	12:25:34
24	Q. (BY MR. HEJNY) Mr. Wise, I understand	12:25:36
25	that this was some time ago, so I'm going to show	12:25:56

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25

1	you some documents and -- and see if we can	12:25:58
2	refresh your recollection regarding interactions	12:26:01
3	with Dr. Raleigh.	12:26:04
4	And this is the first document that	12:26:04
5	I'm going to show you. It's been marked as	12:26:06
6	Exhibit 4, and the Bates number on the first page	12:26:09
7	at the bottom right is HW397-00102740 and it runs	12:26:19
8	through one more page, with the ending three	12:26:25
9	numbers of 741.	12:26:28
10	MR. HEJNY: And let's go back to	12:26:31
11	the first page. Perfect.	12:26:34
12	Q. (BY MR. HEJNY) The first e-mail in this	12:26:36
13	thread is a January 7th, 2009, e-mail from Greg	12:26:39
14	Raleigh to -- to Paul Jacobs.	12:26:44
15	You see that?	12:26:45
16	A. Yes.	12:26:48
17	Q. And in that e-mail, Dr. Raleigh indicates	12:26:49
18	that, "I have been working on improved wireless	12:26:53
19	Internet with some colleagues, including two you	12:26:58
20	know, Charlie Giancarlo and Jim Straight."	12:27:01
21	Do you see that?	12:27:05
22	A. Yes.	12:27:28
23	Q. And who is Charlie Giancarlo?	12:27:29
24	A. I don't know.	12:27:38
25	Q. And who is Jim Straight; do you know?	12:27:40

1	I apologize if I missed your answer	12:28:22
2	again. Do you know who Mr. Straight is?	12:28:24
3	A. No.	12:28:26
4	Q. Okay. Scrolling down to the second page	12:28:27
5	and the first full sentence on that page,	12:28:35
6	Dr. Raleigh says, "We plan to partner with a	12:28:38
7	global chipset leader and we would" -- "and we	12:28:41
8	would this to be QC for many reasons, top of the	12:28:44
9	list being our positive relationships and history	12:28:47
10	with you and the QC team."	12:28:50
11	Do you see that?	12:28:51
12	A. Yes.	12:28:56
13	Q. Okay. So in this e-mail, we have	12:28:57
14	Dr. Raleigh e-mailing Paul Jacobs at Qualcomm,	12:29:00
15	indicating an interest in -- interest in	12:29:04
16	partnering with -- with Qualcomm.	12:29:08
17	Do you recall then being involved in	12:29:09
18	discussions with Dr. Raleigh at Mr. Jacobs'	12:29:12
19	request?	12:29:16
20	A. Yes, but vaguely.	12:29:18
21	Q. Okay.	12:29:21
22	MR. HEJNY: Let's scroll back to	12:29:22
23	the top.	12:29:23
24	Q. (BY MR. HEJNY) And again, the reason I	12:29:25
25	bring this up is because at the top of the page	12:29:27

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1 you can see that we see a January 14th, 2009, 12:29:29
2 e-mail from Dr. Raleigh to Mr. Jacobs again, 12:29:34
3 saying, "Thanks again for the chat. Would you 12:29:38
4 like me to wait to hear from Dave Wise, or do you 12:29:40
5 want me to give him a call?" 12:29:44

6 And I'm assuming the Dave Wise 12:29:45
7 mentioned in this e-mail is you? 12:29:48

8 A. Yes. 12:29:50

9 MR. KAYS: Objection, form. 12:29:50

10 Q. (BY MR. HEJNY) And Mr. Jacobs indicates 12:29:52
11 that you would call Dr. Raleigh. 12:29:54

12 Do you recall reaching out to 12:29:56
13 Dr. Raleigh in response to a conversation that 12:29:58
14 you had with Mr. Jacobs? 12:30:00

15 A. I don't recall specifically, but I -- I'm 12:30:05
16 sure I followed up. 12:30:08

17 Q. Do you recall the substance of any 12:30:09
18 conversation that you had with Dr. Raleigh during 12:30:14
19 this time frame where you contacted him at the 12:30:16
20 request of Paul Jacobs? 12:30:19

21 A. At this point, no. 12:30:25

22 Q. Do you remember talking to Mr. Jacobs 12:30:25
23 about this potential opportunity that Dr. Raleigh 12:30:29
24 was bringing to Qualcomm? 12:30:32

25 A. Not at this point, no. 12:30:37

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1	Q. Okay. So you mentioned that during this	12:30:39
2	time, during your tenure at Qualcomm, during this	12:30:41
3	time, that you were involved in the business side	12:30:45
4	of potential acquisitions, correct?	12:30:47
5	A. Correct.	12:30:50
6	Q. And is that why Mr. Jacobs would have	12:30:50
7	asked you to get involved at this point in time?	12:30:54
8	MR. KAYS: Objection, form.	12:30:58
9	A. Yeah. I mean, judging from this e-mail	12:31:02
10	alone, it could have been for acquisition, could	12:31:05
11	have been for -- they're looking for an	12:31:09
12	investment. It could have -- it could have been	12:31:11
13	for a lot of reasons, bus- -- you know, different	12:31:12
14	business-related reasons.	12:31:17
15	Q. (BY MR. HEJNY) As you sit here today, you	12:31:18
16	don't recall any details about conversations with	12:31:19
17	Mr. Jacobs about the initial conversations with	12:31:21
18	Dr. Raleigh and his interest in partnering with	12:31:24
19	Qualcomm?	12:31:29
20	A. Yeah, I don't recall.	12:31:29
21	Q. Do you have any recollection as to whether	12:31:31
22	or not Qualcomm was interested in partnering with	12:31:37
23	Dr. Raleigh at this point in time, in January	12:31:40
24	of 2009?	12:31:47
25	A. No, no recollection beyond this e-mail.	12:31:47

1 Q. And -- and this e-mail's dated January,
2 2009.

3 Do you recall any conversations that
4 you had with Mr. Jacobs prior to this e-mail
5 related to Dr. Raleigh and -- and the work that
6 he did at Qualcomm and potential partnerships
7 with Dr. Raleigh going forward?

8 MR. KAYS: Two objections: One,
9 form; and then also the admonition that, to the
10 extent you recall, communications that were only
11 with Mr. Jacobs where a lawyer was not involved,
12 you could -- you can answer. If there was a
13 lawyer involved, obviously that would be
14 privileged, and I would instruct you not to
15 answer.

16 A. I don't recall anything, no.

17 Q. (BY MR. HEJNY) So you don't recall any
18 conversations with just Mr. Jacobs or with
19 Mr. Jacobs and an attorney involved, correct?

20 A. No.

21 MR. HEJNY: Let's pull up
22 Exhibit 5, please.

23 (Whereupon Exhibit Number 5 was
24 marked for identification.)

25 Q. (BY MR. HEJNY) Mr. Wise, I'm taking you

12:31:50

12:31:55

12:31:56

12:31:57

12:32:00

12:32:04

12:32:07

12:32:11

12:32:13

12:32:16

12:32:19

12:32:24

12:32:27

12:32:29

12:32:31

12:32:34

12:32:36

12:32:38

12:32:42

12:32:47

12:33:00

12:33:02

12:33:04

12:33:32

12:33:32

1 through a series of documents chronologically 12:33:33
2 because I know this was a long time ago, and I 12:33:36
3 want to share these with you kind of in a time 12:33:38
4 frame order to kind of help you frame these 12:33:40
5 issues. 12:33:44

6 Does that make sense? 12:33:44

7 A. Yes. 12:33:47

8 Q. So Exhibit 5, which is up on the screen, 12:33:48
9 is a Mutual Nondisclosure Agreement that is dated 12:33:52
10 January 22nd, 2009. 12:34:02

11 Do you see that? 12:34:03

12 A. Yes. 12:34:03

13 MR. HEJNY: And just for the 12:34:05
14 record, the Bates number at the bottom right-hand 12:34:06
15 side of the -- of the page is HW397-0046232 12:34:08
16 continuing through 236. 12:34:17

17 Q. (BY MR. HEJNY) Now, the -- the agreement 12:34:22
18 indicates that it's between Qualcomm and 12:34:23
19 Headwater Partners I, LLC. 12:34:28

20 Do you see that? 12:34:30

21 A. Yes. 12:34:32

22 Q. Does the Headwater Partners I, LLC, ring a 12:34:33
23 bell with you? 12:34:38

24 A. Not beyond what's on the page here. 12:34:42

25 Q. Okay. Well, we're not going to read 12:34:46

1 through the entire nondisclosure agreement; but 12:34:50
2 you understand the intent of a nondisclosure 12:34:54
3 agreement, correct? 12:34:57
4 A. Yes. 12:34:58
5 Q. And on the last page of the document -- 12:34:58
6 MR. HEJNY: If we can flip down -- 12:35:04
7 Q. (BY MR. HEJNY) -- you'll see that it's 12:35:07
8 signed for Headwater Partners I by Greg Raleigh 12:35:09
9 as chief executive. 12:35:12
10 Do you see that? 12:35:13
11 A. Yes. 12:35:15
12 Q. And it's executed on behalf of Qualcomm, 12:35:15
13 Incorporated, by Donald J. Sullivan, correct? 12:35:20
14 A. Yes. 12:35:24
15 Q. And this appears to be a Qualcomm 12:35:24
16 nondisclosure agreement. At the very bottom of 12:35:32
17 the page, it says, "Qualcomm proprietary." 12:35:34
18 Have you -- have you worked with 12:35:38
19 nondisclosure agreements like this in the past 12:35:39
20 during your employment at Qualcomm? 12:35:41
21 MR. KAYS: Objection, form. 12:35:45
22 A. Yeah, I've worked with nondisclosure 12:35:49
23 agreements over my time at Qualcomm, yes. 12:35:53
24 Q. (BY MR. HEJNY) And do you know why 12:35:56
25 Qualcomm entered into this nondisclosure 12:35:57

1 agreement with Headwater? 12:36:01

2 MR. KAYS: Again, I'll -- and to 12:36:03

3 the extent you have an understanding separate and 12:36:04

4 apart from communications with lawyers, like 12:36:06

5 Mr. Sullivan who signed this document, you can 12:36:09

6 answer; if not, I would instruct you not to 12:36:12

7 answer. 12:36:16

8 A. Standard practice for strategic 12:36:20

9 engagements. 12:36:23

10 Q. (BY MR. HEJNY) And presumably it's to 12:36:25

11 protect confidential information that would be 12:36:28

12 disclosed between the parties, correct? 12:36:29

13 A. Yeah, I believe that's the purpose. 12:36:33

14 Q. Did Headwater and Dr. Raleigh disclose 12:36:35

15 confidential information to Qualcomm in 12:36:41

16 connection with this nondisclosure agreement? 12:36:43

17 MR. KAYS: Objection, form. 12:36:48

18 A. I don't know. I don't recall. 12:36:51

19 Q. (BY MR. HEJNY) You don't recall what, if 12:36:54

20 any, information was actually disclosed? 12:36:55

21 A. No. 12:36:59

22 Q. Do you recall anything about the nature of 12:36:59

23 the potential partnership between Headwater and 12:37:03

24 Qualcomm? 12:37:06

25 A. No. I mean, that -- honestly, that's 16 12:37:12

1	years ago, so I don't, sorry.	12:37:17
2	Q. Understood.	12:37:19
3	Do you recall any conversations	12:37:22
4	with -- with Dr. Raleigh or Headwater following	12:37:42
5	the entry of this nondisclosure agreement	12:37:45
6	regarding the potential partnership between	12:37:47
7	Headwater and Qualcomm?	12:37:50
8	A. No.	12:37:54
9	Q. Do you recall any meetings with Headwater	12:37:54
10	or Dr. Raleigh?	12:38:01
11	A. I don't recall any, no.	12:38:07
12	Q. Do you recall any discussions as to	12:38:10
13	whether Dr. Raleigh had filed or intended to file	12:38:13
14	a patent application in January 2009 that would	12:38:16
15	impact the relationship between Headwater and	12:38:20
16	Qualcomm?	12:38:23
17	MR. KAYS: And just point of	12:38:25
18	clarification, Counsel, your -- discussions with	12:38:27
19	Mr. Raleigh? Is that -- is that the intent of	12:38:30
20	the question?	12:38:31
21	MR. HEJNY: Yes. Do you recall	12:38:33
22	any --	12:38:34
23	MR. KAYS: Okay.	12:38:34
24	MR. HEJNY: I'll restate the	12:38:35
25	question.	12:38:37

1	MR. KAYS: Thank you.	12:38:37
2	Q. (BY MR. HEJNY) Do you recall any	12:38:37
3	conversations with Headwater or Dr. Raleigh	12:38:39
4	regarding the filing of a patent application in	12:38:42
5	January of 2009 that may have had some bearing on	12:38:44
6	the relationship between Headwater, Dr. Raleigh,	12:38:47
7	and Qualcomm?	12:38:50
8	A. I don't recall.	12:38:53
9	Q. Do you recall a potential intellectual	12:38:55
10	property ownership dispute between Dr. Raleigh	12:39:01
11	and Qualcomm?	12:39:04
12	A. No.	12:39:11
13	Q. Do you know anything at all about patent	12:39:18
14	applications that were filed by Dr. Raleigh?	12:39:21
15	A. No.	12:39:27
16	Q. Okay. Let's move on to Exhibit 6, please.	12:39:27
17	(Whereupon Exhibit Number 6 was	12:39:35
18	marked for identification.)	12:40:09
19	Q. (BY MR. HEJNY) Okay. Exhibit 6 is a	12:40:09
20	March 4, 2009, e-mail from Gina Lombardi to Greg	12:40:12
21	Raleigh and Jim Straight and you are copied in	12:40:19
22	that e-mail.	12:40:23
23	Do you see that, Mr. Wise?	12:40:24
24	A. Yes.	12:40:27
25	MR. HEJNY: And for the record,	12:40:29

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1	the Bates number on this document is	12:40:31
2	HW397-0051416.	12:40:35
3	Q. (BY MR. HEJNY) And just for your	12:40:41
4	edification, mimoguy@mac.com, that e-mail address	12:40:42
5	is the e-mail address for Greg Raleigh. Okay?	12:40:47
6	A. Okay.	12:40:53
7	Q. Who was Gina Lombardi?	12:40:54
8	A. She was a senior executive at the company,	12:41:00
9	at Qualcomm, at the time.	12:41:03
10	Q. And what was her role at the company?	12:41:05
11	A. I honestly don't recall.	12:41:08
12	Q. Do you recall why you and Ms. Lombardi	12:41:15
13	were teamed to work on this discussion with	12:41:19
14	Dr. Raleigh and Jim Straight?	12:41:22
15	A. Yeah. Let me just read this real quick.	12:41:26
16	Q. Yeah, please. Any -- and just for the	12:41:29
17	record, Mr. Wise, any time I put a document in	12:41:31
18	front of you, you know, take your time and read	12:41:34
19	through it; and I should have instructed you on	12:41:36
20	that earlier. So please take a look, read	12:41:38
21	through the e-mail, and then we can ask	12:41:40
22	questions.	12:41:42
23	A. Okay. I'm sorry, can you repeat the	12:42:10
24	question?	12:42:12
25	Q. Sure. Let me step back and ask you a	12:42:12

1	different question.	12:42:15
2	The subject says, "ItsOn Next Steps."	12:42:15
3	Are you familiar with an entity or a	12:42:20
4	company called "ItsOn"?	12:42:23
5	A. I recall the name, yes.	12:42:24
6	Q. Were you aware that Dr. Raleigh formed	12:42:25
7	ItsOn before he left Qualcomm in September	12:42:31
8	of 2008?	12:42:42
9	A. No.	12:42:42
10	Q. Are you -- were you aware that ItsOn was a	12:42:44
11	company that was owned by Dr. Raleigh?	12:42:47
12	A. Yes.	12:42:48
13	Q. And my first question was, do you recall	12:42:49
14	why you and Ms. Lombardi were teamed together to	12:42:58
15	work on this discussion with Dr. Raleigh and	12:43:01
16	Mr. Straight?	12:43:07
17	A. Only that I assume it's -- based on this	12:43:11
18	e-mail, it's a follow-up to the -- you know,	12:43:13
19	evaluating whether there was anything to be --	12:43:17
20	(garbled audio).	12:43:17
21	THE COURT REPORTER: I'm sorry,	12:43:17
22	sir. Anything to be what?	12:43:25
23	THE WITNESS: Anything to be done	12:43:26
24	evaluating a partnership with the company, with	12:43:26
25	ItsOn.	12:43:30

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1	THE COURT REPORTER: Thank you.	12:43:32
2	Q. (BY MR. HEJNY) So looks like there was a	12:43:32
3	meeting. This is dated March 4th. And the	12:43:34
4	e-mail from Ms. Lombardi says, "Thanks so much	12:43:37
5	for hosting us yesterday."	12:43:41
6	Do you recall a meeting with	12:43:42
7	Dr. Raleigh and Mr. Straight during this time	12:43:43
8	period?	12:43:49
9	A. I don't.	12:43:49
10	Q. And the e-mail says, "We achieved what we	12:43:51
11	wanted to with regard to the technology in IP	12:43:57
12	areas. We will need to do some patent searches	12:44:00
13	and investigations, which will take several	12:44:03
14	weeks, but have grown to understand the value of	12:44:06
15	ItsOn."	12:44:08
16	Do you have any recollection of what	12:44:09
17	was meant with respect to "patent searches and	12:44:11
18	investigations"?	12:44:15
19	A. Not beyond the words in the e-mail.	12:44:18
20	Q. In your capacity at Qualcomm in the 2009	12:44:23
21	time period, when you were looking at business	12:44:26
22	relationships with other entities, did you	12:44:30
23	typically do patent searches and investigations	12:44:32
24	before entering into an agreement?	12:44:37
25	A. No.	12:44:40

1	Q. Okay. But you don't have any specific	12:44:43
2	recollection as to the patent searches referenced	12:44:48
3	in this e-mail?	12:44:50
4	A. I don't, sorry.	12:44:52
5	Q. It says, "Our next step is to have a	12:44:54
6	discussion about what is the right relationship	12:45:01
7	between us to bring this technology to market."	12:45:03
8	Do you see that?	12:45:05
9	A. Yes.	12:45:06
10	Q. Do you recall any discussions that you and	12:45:07
11	Ms. Lombardi had at this time period regarding	12:45:11
12	next steps and the relationships with ItsOn and	12:45:15
13	Dr. Raleigh -- Dr. Raleigh?	12:45:20
14	A. No.	12:45:21
15	Q. So you don't have any recollection at all	12:45:36
16	as to why Dr. Raleigh and ItsOn wanted to partner	12:45:38
17	with Qualcomm; is that correct?	12:45:41
18	A. No recollection other than these e-mails.	12:45:47
19	Q. Why would Ms. Lombardi have become	12:45:50
20	involved in the process at this point?	12:46:04
21	MR. KAYS: Objection, form.	12:46:09
22	A. I don't know. I'm not sure.	12:46:13
23	Q. (BY MR. HEJNY) Did you typically work	12:46:14
24	with Ms. Lombardi on projects like this?	12:46:15
25	A. Not typically. Might have been an area	12:46:23

1	that she was focusing on.	12:46:27
2	Q. The e-mail notes that, "We would like to	12:46:31
3	host you in SD."	12:46:33
4	I'm assuming that's "San Diego"?	12:46:34
5	A. Yeah, correct.	12:46:38
6	Q. Do you recall any later meetings with	12:46:40
7	Dr. Raleigh or Mr. Straight in San Diego?	12:46:44
8	A. I recall there was -- there was a process,	12:46:51
9	I'm sure, that we went through and there was	12:46:53
10	probably meetings, but I don't recall anything	12:46:55
11	specific.	12:46:57
12	Q. And Ms. Lombardi's title at the bottom of	12:47:02
13	the page, it says, "Senior Vice President,	12:47:06
14	Special Projects."	12:47:09
15	What is "special projects" within the	12:47:09
16	context of the Qualcomm organization?	12:47:11
17	A. You know, I don't -- I don't know -- I	12:47:16
18	don't think that was a specific title that --	12:47:18
19	what -- I would know what it was referring to,	12:47:21
20	but -- other than special projects.	12:47:26
21	Q. Got it, thank you.	12:47:28
22	MR. KAYS: Perhaps projects that	12:47:30
23	were special, Counsel.	12:47:33
24	MR. HEJNY: That's too easy an	12:47:34
25	answer.	12:47:36

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1	Q. (BY MR. HEJNY) Okay. Let's -- let's move	12:47:43
2	on to Exhibit 7, please.	12:47:45
3	(Whereupon Exhibit Number 7 was	12:47:48
4	marked for identification.)	12:47:53
5	Q. (BY MR. HEJNY) And as that exhibit's	12:47:53
6	being loaded, Mr. Wise, do you recall any	12:47:55
7	potential partnerships between Qualcomm and Best	12:47:57
8	Buy?	12:48:02
9	A. No.	12:48:02
10	Q. You don't recall any potential	12:48:08
11	partnerships whereby Qualcomm would partner with	12:48:11
12	Best Buy and potentially provide chipsets for	12:48:14
13	handheld phones?	12:48:17
14	A. I don't recall, no.	12:48:21
15	Q. Okay. So the document that's being put in	12:48:23
16	front of you now, Exhibit 7, is a presentation,	12:48:32
17	and the Bates number at the bottom right-hand	12:48:36
18	corner is HW397-00018717 and it's titled "Best	12:48:39
19	Buy E2E Device Strategy, Qualcomm Meeting,	12:48:46
20	2/25/09."	12:48:52
21	Do you see that?	12:48:53
22	A. Yes.	12:48:54
23	Q. Do you recall having a meeting with	12:48:54
24	Dr. Raleigh in February of 2009 regarding this	12:49:00
25	Best Buy E2E device strategy?	12:49:04

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1	A. I don't recall, no.	12:49:13
2	Q. Do you recall any discussions with -- with	12:49:13
3	Mr. Jacobs about this potential partnership with	12:49:16
4	Dr. Raleigh and Best Buy?	12:49:20
5	MR. KAYS: Again, I'd just	12:49:24
6	admonish you to -- if those discussions were just	12:49:25
7	with Mr. Jacobs, if you recall any, but not with	12:49:29
8	counsel present as well, you can answer.	12:49:33
9	A. I don't recall.	12:49:38
10	Q. (BY MR. HEJNY) And we saw the earlier	12:49:42
11	e-mail, which is Exhibit 6, which is with	12:49:45
12	Ms. Lombardi's e-mail that said, "Thanks so much	12:49:47
13	for hosting us yesterday."	12:49:50
14	Do you -- do you know if this	12:49:52
15	presentation may have been presented by	12:49:53
16	Dr. Raleigh at that meeting that included both	12:49:55
17	you and Ms. Lombardi?	12:49:57
18	A. I don't know.	12:50:00
19	MR. HEJNY: If we could turn to	12:50:08
20	the Bates page ending 729.	12:50:10
21	Q. (BY MR. HEJNY) And here we have a portion	12:50:15
22	of the presentation that relates to a potential	12:50:25
23	partnership with Best Buy that relates to	12:50:31
24	on-device technology.	12:50:35
25	Do you recall any discussions with	12:50:37

1	Dr. Raleigh and his team regarding on-device	12:50:40
2	technology or on-device retail of service and	12:50:44
3	content?	12:50:50
4	A. Let me just read this.	12:50:50
5	Q. Sure.	12:50:52
6	A. I don't recall.	12:51:15
7	Q. Now, you mentioned that you were mostly on	12:51:17
8	-- on the business side in 2009, correct?	12:51:22
9	A. Finance and business, yeah.	12:51:27
10	Q. Was Ms. Lombardi also on the business	12:51:29
11	side, or was she also on the technical side of	12:51:31
12	the Qualcomm team?	12:51:35
13	A. Business side.	12:51:36
14	Q. If you were having technical meetings with	12:51:37
15	Dr. Raleigh, would it have been common for	12:51:42
16	members of the Qualcomm technical team to have	12:51:44
17	been present, as well?	12:51:49
18	A. If we were getting into technical details,	12:51:50
19	likely.	12:51:53
20	Q. So this document, which relates to, you	12:51:53
21	know, a Best Buy E2E strategy presentation made	12:51:58
22	to Qualcomm, would you have expected Qualcomm	12:52:02
23	technical personnel to have participated in that	12:52:08
24	meeting?	12:52:12
25	MR. KAYS: Object to form.	12:52:12

1	A. I don't know. I -- I -- I'm not sure of	12:52:14
2	the -- I don't know how much depth, technical	12:52:16
3	depth, was gone into in this presentation.	12:52:20
4	Q. (BY MR. HEJNY) Did you have team members	12:52:23
5	on your team that were -- had technical capacity	12:52:26
6	to understand the subject matter of these	12:52:30
7	presentations and participate in these types of	12:52:32
8	conversations?	12:52:34
9	MR. KAYS: Object to form.	12:52:36
10	A. No, not on my team, but we would involve	12:52:38
11	the people that were necessary.	12:52:42
12	Q. (BY MR. HEJNY) Do you recall any -- any	12:52:44
13	technical meetings in which you and Ms. Lombardi	12:52:46
14	were involved that also involved Qualcomm	12:52:49
15	technical personnel?	12:52:52
16	A. No.	12:52:55
17	Q. Okay.	12:53:04
18	MR. HEJNY: Let's -- this is a	12:53:06
19	good point for a break. Why don't we take a	12:53:10
20	10-minute break, and then we can come back and	12:53:12
21	jump into the next document, if that makes sense.	12:53:15
22	Is that good with you, David?	12:53:17
23	MR. KAYS: Yeah, that's fine with	12:53:20
24	me. Let's all mute.	12:53:23
25	MR. HEJNY: All right. We'll be	12:53:25

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1	back at roughly 1:03 Central.	12:53:27
2	THE VIDEOGRAPHER: The time is	12:53:29
3	12:53 p.m. We are going off the record.	12:53:31
4	(Break taken from 12:53 p.m. to	12:53:33
5	1:02 p.m.)	13:02:15
6	THE VIDEOGRAPHER: The time is	13:02:16
7	1:03 p.m. We are back on the record.	13:03:05
8	MR. HEJNY: Okay. Charlie, could	13:03:09
9	you please pull up Exhibit 8, please?	13:03:10
10	EXHIBIT TECH: No problem.	13:03:13
11	(Whereupon Exhibit Number 8 was	13:03:14
12	marked for identification.)	13:03:15
13	Q. (BY MR. HEJNY) Mr. Wise, the technician	13:03:18
14	is currently loading Exhibit 8, which will be an	13:03:20
15	e-mail thread, and the first Bates number at the	13:03:24
16	bottom right-hand page is -- or the page is	13:03:30
17	HW397-00051418 and it runs through 420.	13:03:33
18	And you'll see at the top -- the first	13:03:44
19	e-mail at the top of the page is actually the	13:03:47
20	last e-mail in the sequence, but you see it's	13:03:50
21	from Gina Lombardi to Jim Straight and you are	13:03:52
22	copied, correct?	13:03:55
23	A. Yes.	13:03:56
24	Q. I want to start with the -- with the first	13:03:57
25	e-mail in the string, which is a -- the second to	13:04:00

1	last page. There.	13:04:05
2	Okay. So this is an April 21st, 2009,	13:04:06
3	e-mail from Gina Lombardi to Jim Straight and	13:04:13
4	Greg Raleigh, and you see that you're -- you are	13:04:17
5	copied on this e-mail, as well, correct?	13:04:19
6	A. Yes. Let me -- let me just read it.	13:04:22
7	Q. Yeah, sure.	13:04:30
8	A. Okay.	13:05:00
9	Q. Okay. Can you see that the -- the e-mail,	13:05:00
10	which is -- has the subject of "ItsOn," in the	13:05:04
11	body of the e-mail, there's something called a	13:05:08
12	"Seed Investment."	13:05:10
13	Do you see that?	13:05:11
14	A. Yes.	13:05:12
15	Q. And was this an offer by Qualcomm to	13:05:12
16	invest in ItsOn?	13:05:16
17	A. Looks to be, yes.	13:05:22
18	Q. Do you recall this e-mail or this	13:05:23
19	potential investment by Qualcomm in ItsOn?	13:05:28
20	A. Beyond the e-mail, no.	13:05:34
21	Q. But in the e-mail, it looks like Qualcomm	13:05:36
22	was willing to invest \$2 million plus a license	13:05:41
23	to the relevant Qualcomm IP for a 20 percent	13:05:47
24	stake.	13:05:50
25	Do you see that?	13:05:50

1	A. Yes.	13:05:53
2	Q. And presumably that's a 20 percent stake	13:05:54
3	in ItsOn, correct?	13:05:58
4	A. I believe so.	13:06:02
5	Q. And what is a "1X liquidation preference"?	13:06:04
6	A. It's a -- a term associated with an	13:06:11
7	investment in a private company.	13:06:14
8	Q. And can you explain it to me, how it would	13:06:17
9	relate to this potential agreement with ItsOn?	13:06:19
10	A. It would be some sort of protection over	13:06:23
11	the two-million-dollar investment in a	13:06:26
12	liquidation.	13:06:29
13	Q. And what is a "full ratchet	13:06:31
14	anti-dilution"?	13:06:35
15	A. Another term in venture investments,	13:06:38
16	private companies, around protecting the value of	13:06:44
17	our investment going forward as new money comes	13:06:49
18	in.	13:06:54
19	Q. So it would protect Qualcomm's 20 percent	13:06:54
20	stake?	13:06:57
21	A. Right.	13:06:57
22	Q. And prevent it from being diluted?	13:06:57
23	A. Yes.	13:07:01
24	Q. And it looks like in this seed investment,	13:07:02
25	Qualcomm would be committing to support	13:07:06

1	commercialization of ItsOn software on Qualcomm	13:07:08
2	chips?	13:07:12
3	A. Yes.	13:07:14
4	Q. And the last item in that list is	13:07:15
5	"resolution of IP ownership issue."	13:07:21
6	Do you see that?	13:07:23
7	A. Yes.	13:07:24
8	Q. And I asked you before if you recalled a	13:07:24
9	dispute between Dr. Raleigh and Qualcomm	13:07:29
10	regarding an IP ownership issue.	13:07:31
11	Does this refresh your recollection?	13:07:33
12	A. No.	13:07:38
13	Q. So as you sit here today, you have no	13:07:41
14	recollection whatsoever of the ownership interest	13:07:44
15	dispute between Dr. Raleigh and Qualcomm?	13:07:48
16	A. Honestly, I don't.	13:07:54
17	MR. HEJNY: Let's move up to the	13:08:03
18	next e-mail in the chain, please.	13:08:05
19	Q. (BY MR. HEJNY) And this e-mail begins at	13:08:06
20	the bottom of Bates 418.	13:08:08
21	And so this is an e-mail from Jim	13:08:10
22	Straight, who is at Headwater, to Gina Lombardi	13:08:13
23	and Greg Raleigh and you are copied.	13:08:18
24	Do you see that?	13:08:19
25	A. Yes.	13:08:21

1	Q. And it looks like in this portion of -- of	13:08:22
2	the process, there is a due diligence going on.	13:08:26
3	Do you see that?	13:08:29
4	A. Can I just read the e-mail?	13:08:31
5	Q. Yeah, please. Please take your time and	13:08:32
6	read the e-mail.	13:08:35
7	THE WITNESS: And can you just	13:08:36
8	scroll up a little bit on it, so we can... yeah,	13:08:38
9	that's good. Thanks.	13:08:44
10	Okay. Can you scroll back up a	13:09:41
11	little bit now? Okay.	13:09:44
12	Q. (BY MR. HEJNY) So in this e-mail,	13:09:57
13	Mr. Straight from Headwater identifies	13:09:59
14	diligence -- a diligence items action list.	13:10:02
15	Do you see that?	13:10:05
16	A. Yes.	13:10:06
17	Q. And do you recall any meetings with	13:10:06
18	Headwater or Dr. Raleigh in which the seed	13:10:11
19	investment from the first e-mail was discussed in	13:10:16
20	detail?	13:10:21
21	A. I don't.	13:10:21
22	Q. And item (1) on the diligence items action	13:10:23
23	list states that, "This week Qualcomm will	13:10:27
24	transmit to ItsOn/HPI the potential prior art	13:10:30
25	search results that Qualcomm believes to be	13:10:35

1	relevant."	13:10:37
2	You see that?	13:10:38
3	A. Yes.	13:10:39
4	Q. Do you know what "prior art" is, Mr. Wise?	13:10:40
5	A. Not [sic] familiar with the term.	13:10:46
6	Q. So you don't understand the term "prior	13:10:48
7	art" from a -- from a patent or an IP standpoint?	13:10:51
8	A. No. I said I'm familiar with the term.	13:10:55
9	Q. Oh, I'm sorry. I misunderstood you.	13:10:58
10	Do you know whether Qualcomm ever sent	13:11:01
11	ItsOn or Headwaters the results of any prior art	13:11:06
12	search that was conducted as part of this	13:11:09
13	process?	13:11:11
14	A. Not beyond what we -- what's said here in	13:11:14
15	the e-mail.	13:11:17
16	MR. HEJNY: And let's scroll down	13:11:19
17	to item (4). Maybe scroll up to item four,	13:11:21
18	sorry. It's on the next page.	13:11:34
19	Q. (BY MR. HEJNY) Item (4) says, the "Next	13:11:36
20	week, Qualcomm and ItsOn/HPI will have a	13:11:38
21	face-to-face meeting same day or next morning	13:11:43
22	immediately after meetings listed in diligence	13:11:45
23	items (2) and (3) for Qualcomm to disclose to	13:11:49
24	ItsOn/HPI the facts, documents, and any other	13:11:52
25	information that Qualcomm possesses that Qualcomm	13:11:55

1	believes support the Qualcomm claim that it may	13:11:59
2	own some" or -- "some portion of ItsOn's IP."	13:12:03
3	Do you see that?	13:12:08
4	A. Yes.	13:12:08
5	Q. Do you recall discussions with Dr. Raleigh	13:12:08
6	or Ms. Lombardi regarding this ownership issue,	13:12:11
7	Mr. Wise?	13:12:17
8	A. I don't.	13:12:19
9	Q. Do you recall the facts, documents, and	13:12:20
10	any other information that Qualcomm possessed	13:12:26
11	suggesting that it may own some portion of	13:12:30
12	ItsOn's IP?	13:12:33
13	A. I don't recall, beyond this e-mail.	13:12:35
14	Q. Do you know if this meeting ever took	13:12:38
15	place, this face-to-face meeting?	13:12:41
16	A. I don't know. No reason to assume it	13:12:43
17	didn't, but I don't know.	13:12:49
18	Q. Do you recall, regardless of whether this	13:12:52
19	meeting took place, any -- any other evidence or	13:12:56
20	information that Qualcomm had that led it to	13:12:58
21	believe that it owned some portion of ItsOn's IP?	13:13:01
22	MR. KAYS: Again, I'll advise the	13:13:05
23	witness that to the extent such evidence or	13:13:06
24	knowledge was communicated to Headwater, that's	13:13:09
25	fair game, but as -- as framed, it -- the	13:13:13

1	question potentially invades the attorney/client	13:13:17
2	privilege, so...	13:13:20
3	A. I don't recall anything.	13:13:23
4	Q. (BY MR. HEJNY) Do you recall when	13:13:35
5	Qualcomm first informed Dr. Raleigh that it	13:13:37
6	believed it owned some portion of ItsOn's IP?	13:13:40
7	A. No.	13:13:48
8	Q. Do you understand that Qualcomm	13:13:48
9	consistently maintained that it had an ownership	13:13:57
10	interest in ItsOn's IP?	13:14:00
11	MR. DAVIS: Objection, form.	13:14:03
12	A. I don't recall beyond what we're seeing in	13:14:08
13	some of these e-mails.	13:14:13
14	Q. (BY MR. HEJNY) Do you recall any	13:14:15
15	discussions internally at Qualcomm as to when	13:14:20
16	Dr. Raleigh first invented the IP in question?	13:14:23
17	A. No.	13:14:31
18	Q. And going to the very first e-mail on the	13:14:41
19	first page --	13:14:43
20	A. Can you hang on one second?	13:14:45
21	Q. Yes, please. Take your time.	13:14:47
22	A. I'm sorry, can you repeat the question?	13:15:05
23	MR. HEJNY: Can you read back the	13:15:10
24	question, please?	13:15:11
25	(Discussion with the court	13:15:12

1	reporter, clarifying read-back.)	13:15:12
2	MR. KAYS: I don't think you'd	13:15:12
3	asked a question.	13:15:12
4	THE COURT REPORTER: Right.	13:15:12
5	MR. HEJNY: Let's just go back --	13:15:22
6	I just want to make sure.	13:15:23
7	THE WITNESS: Okay.	13:15:23
8	MR. HEJNY: Let's go back to --	13:15:25
9	THE WITNESS: I'm sorry about	13:15:25
10	that.	13:15:25
11	MR. HEJNY: I just want to make	13:15:26
12	sure that I didn't leave something hanging.	13:15:28
13	(Whereupon the requested testimony	13:15:40
14	was read back as follows:	13:15:40
15	"Do you recall any discussions	13:14:19
16	internally at Qualcomm as to when	13:14:20
17	Dr. Raleigh first invented the IP	13:14:23
18	in question?	13:14:27
19	A. No.")	13:14:31
20	Q. (BY MR. HEJNY) And going to the very	13:15:42
21	first e-mail on the first page of this string...	13:15:43
22	MR. HEJNY: Can you scroll up just	13:15:51
23	a little bit? There we go.	13:15:52
24	Q. (BY MR. HEJNY) And so this is the first	13:15:54
25	e-mail in the string, April 24th, 2009, from Gina	13:15:55

1	Lombardi to Jim Straight at Headwater, and you	13:16:00
2	were copied.	13:16:03
3	Do you see that?	13:16:03
4	A. Yes.	13:16:04
5	Q. Ms. Lombardi says, "At this time, further	13:16:04
6	discussion of the IP ownership issue needs to	13:16:06
7	take place first, thanks."	13:16:10
8	Do you recall any further discussion	13:16:11
9	of the IP ownership issue?	13:16:12
10	A. I don't recall.	13:16:17
11	MR. HEJNY: You can take that	13:16:29
12	down. Let's bring up Exhibit 9, please.	13:16:30
13	(Whereupon Exhibit Number 9 was	13:16:33
14	marked for identification.)	13:16:54
15	Q. (BY MR. HEJNY) Exhibit 9 is an e-mail	13:16:54
16	dated May 6th, 2009, from Gina Lombardi to Jim	13:16:56
17	Straight and Greg Raleigh; and you are copied	13:17:01
18	again, Mr. Wise.	13:17:04
19	Do you see that?	13:17:06
20	A. Yes.	13:17:07
21	Can I just read this quick?	13:17:09
22	Q. Sure.	13:17:12
23	MR. HEJNY: And while you read it,	13:17:12
24	I'm going to note that the Bates number at the	13:17:13
25	bottom right-hand corner of the page is	13:17:16

1	HW397-0051421.	13:17:19
2	A. Okay.	13:17:32
3	Q. (BY MR. HEJNY) And in this e-mail from	13:17:33
4	Ms. Lombardi, she asked for access to a patent	13:17:36
5	application.	13:17:43
6	Do you see that?	13:17:43
7	A. Yes.	13:17:45
8	Q. Do you know why Ms. Lombardi asked for	13:17:46
9	access to the patent application?	13:17:49
10	A. I don't know specifically, no.	13:17:55
11	Q. And someone else is copied on the e-mail,	13:17:56
12	Micky Minhas.	13:18:02
13	Do you see that?	13:18:03
14	A. Yes.	13:18:05
15	Q. And who is Micky Minhas?	13:18:05
16	A. Internal IP counsel, I believe, at	13:18:10
17	Qualcomm.	13:18:15
18	Q. And so this e-mail is asking that	13:18:15
19	Mr. Straight and Dr. Raleigh forward the patent	13:18:21
20	application to in-house IP counsel at Qualcomm?	13:18:24
21	A. Yes.	13:18:27
22	Q. Do you know if that patent application was	13:18:27
23	ever provided to in-house counsel at Qualcomm?	13:18:30
24	A. I don't recall. No -- no reason to know	13:18:36
25	if it's -- (audio garbled) fully yes or no, but I	13:18:45

1	just don't recall.	13:18:46
2	THE COURT REPORTER: I'm sorry,	13:18:46
3	sir. No reason what?	13:18:46
4	THE WITNESS: No reason to know,	13:18:39
5	yes or no; I just don't recall.	13:18:45
6	THE COURT REPORTER: Thank you.	13:18:52
7	Q. (BY MR. HEJNY) And it says, "After we	13:18:52
8	review these, then we can get together to discuss	13:18:54
9	prior art and business model in the coming	13:18:57
10	weeks."	13:18:59
11	Do you see that?	13:19:00
12	A. Yes.	13:19:00
13	Q. And by "business model," was that	13:19:01
14	referring to Qualcomm's potential investment in	13:19:03
15	ItsOn?	13:19:06
16	A. Yes.	13:19:08
17	Q. Do you recall any details about how the	13:19:09
18	negotiation between Qualcomm and ItsOn evolved	13:19:18
19	over time?	13:19:21
20	A. I don't.	13:19:25
21	Q. No specific details?	13:19:27
22	A. No.	13:19:29
23	Q. Okay.	13:19:29
24	MR. HEJNY: Let's pull up	13:19:40
25	Exhibit 10, please.	13:19:41

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1	(Whereupon Exhibit Number 10 was	13:19:42
2	marked for identification.)	13:19:43
3	Q. (BY MR. HEJNY) Okay. The court	13:20:04
4	technician has pulled up what is shown as	13:20:06
5	Exhibit 10 to this deposition. It is a May 7th,	13:20:09
6	2009, e-mail from -- from you, Mr. Wise, to Greg	13:20:13
7	Raleigh, copying Gina Lombardi; and the subject	13:20:17
8	is, "Moving Forward."	13:20:20
9	Do you see that?	13:20:21
10	A. Yes, let me just read this real quick.	13:20:22
11	Q. Yeah. Please take a chance and read	13:20:26
12	through the e-mail. Let me know when you're	13:20:29
13	done.	13:20:31
14	A. Okay.	13:21:01
15	Q. And does this refresh your recollection at	13:21:01
16	all regarding negotiation between Qualcomm and	13:21:06
17	ItsOn?	13:21:08
18	A. Not -- not beyond the e-mails.	13:21:10
19	Q. But it looks like Qualcomm was willing to	13:21:13
20	invest in ItsOn, right, but there were still	13:21:18
21	concerns over IP ownership, correct?	13:21:21
22	A. That's what's stated in the e-mail, yes.	13:21:24
23	Q. And to resolve the IP concerns, Qualcomm	13:21:27
24	proposed an additional 5 percent ownership stake	13:21:31
25	in ItsOn?	13:21:34

1	A. Yes.	13:21:36
2	Q. And so we saw in the earlier e-mail	13:21:37
3	related to the seed investment the initial	13:21:41
4	ownership stake was to be 20 percent. So this	13:21:43
5	would have increased that ownership stake to	13:21:46
6	25 percent, correct?	13:21:49
7	A. I believe so.	13:21:52
8	Q. Do you recall any other discussions	13:21:54
9	regarding an ownership stake in ItsOn during this	13:21:57
10	time period, and -- and the reason I ask you that	13:22:00
11	is because it's unclear whether we have all of	13:22:03
12	the e-mails back and forth regarding this	13:22:06
13	negotiation.	13:22:08
14	A. I don't recall.	13:22:12
15	Q. But clearly, this is an e-mail from you to	13:22:19
16	Greg Raleigh expressing that there were still	13:22:23
17	concerns over IP ownership, correct?	13:22:26
18	A. Yes, that's what it says, yes.	13:22:29
19	Q. And as of May 7th, 2009?	13:22:31
20	A. Correct.	13:22:34
21	Q. Did Qualcomm believe it had a legitimate	13:22:35
22	ownership interest in these patents?	13:22:42
23	MR. KAYS: I'm going to object to	13:22:44
24	the extent it invades the attorney/client	13:22:46
25	privilege; and unless such beliefs were expressed	13:22:49

1 to ItsOn or Greg Raleigh or anybody on that side 13:22:56
2 of the table, you can answer if -- as framed. It 13:22:59
3 potentially invades the attorney/client privilege 13:23:05
4 and any communications that Mr. Wise would have 13:23:07
5 with Qualcomm's counsel on the issue, and so I 13:23:10
6 would advise the witness to be careful. 13:23:14
7 MR. DAVIS: And I'll object to the 13:23:18
8 form. 13:23:19
9 MR. KAYS: That, too. 13:23:20
10 A. Well, I don't really have an answer to it. 13:23:25
11 Q. (BY MR. HEJNY) Well, the e-mail 13:23:27
12 explicitly states -- and the e-mail is from you, 13:23:30
13 and it explicitly states that there was a concern 13:23:33
14 over the IP issue, correct? 13:23:36
15 MR. KAYS: Counsel, that's asked 13:23:38
16 and answered. He said -- obviously, the words 13:23:40
17 are on the page; he says he sees them. We've 13:23:41
18 confirmed that point. 13:23:45
19 Q. (BY MR. HEJNY) You can answer, Mr. Wise. 13:23:46
20 A. Yeah, that's what it says on the e-mail, 13:23:49
21 yes. 13:23:51
22 Q. Would you have put this in an e-mail to 13:23:51
23 Dr. Raleigh if you didn't believe you had a 13:23:55
24 legitimate concern over IP ownership? 13:23:57
25 A. We would have -- we would have said it if 13:24:03

1 we believed we had our -- if we had a concern, 13:24:07
2 which would have come from our lawyers. 13:24:10
3 Q. So by putting this in an e-mail to 13:24:12
4 Dr. Raleigh, Qualcomm, through you, was 13:24:15
5 communicating a legitimate concern about IP 13:24:18
6 ownership, correct? 13:24:21
7 MR. DAVIS: Objection, form. 13:24:23
8 MR. KAYS: Same. 13:24:25
9 A. Yeah, I think what it says in the e-mail, 13:24:27
10 the -- the words in the e-mail is -- that's all I 13:24:30
11 can speak to. 13:24:33
12 Q. (BY MR. HEJNY) But you wouldn't have put 13:24:34
13 this in an e-mail to Dr. Raleigh if you didn't 13:24:35
14 think there was an IP ownership issue, correct? 13:24:38
15 MR. KAYS: Objection, form. 13:24:40
16 A. No. 13:24:42
17 Q. (BY MR. HEJNY) And it looks like towards 13:24:52
18 the bottom of the e-mail, "If this is agreeable, 13:24:54
19 we would like to, as a next step, have Micky get 13:24:56
20 access to the patent applications." 13:25:00
21 Do you see that? 13:25:01
22 A. Yes. 13:25:03
23 Q. So it's apparent that as of May 7th, 2009, 13:25:04
24 Dr. Raleigh has still not provided Qualcomm 13:25:10
25 in-house IP counsel with the patent applications 13:25:13

1	in question, correct?	13:25:16
2	MR. DAVIS: Objection, form.	13:25:18
3	A. It appears that way from the e-mail.	13:25:20
4	Q. (BY MR. HEJNY) And the e-mail says,	13:25:24
5	"Please give me a call at 8:30 a.m. tomorrow to	13:25:25
6	discuss."	13:25:28
7	Do you recall if that phone call ever	13:25:28
8	took place?	13:25:31
9	A. I don't recall.	13:25:32
10	Q. Okay.	13:25:33
11	MR. HEJNY: We can take that down.	13:25:41
12	Let's pull up Exhibit 11.	13:25:50
13	(Whereupon Exhibit Number 11 was	13:25:52
14	marked for identification.)	13:25:53
15	Q. (BY MR. HEJNY) So Exhibit 11 is an e-mail	13:26:09
16	from Greg Raleigh to you dated May 19th, 2009,	13:26:11
17	"Subject: Release."	13:26:15
18	Do you see that?	13:26:16
19	A. Yes.	13:26:19
20	Q. And as part of that e-mail, over the next	13:26:20
21	several pages is a release document.	13:26:25
22	And this might -- this one might be	13:26:32
23	easier if you download it in the chat, Mr. Wise,	13:26:34
24	since it's a fairly lengthy document, or we can	13:26:38
25	scroll through it on the screen and you can read	13:26:41

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1	through it, whichever's --	13:26:43
2	A. How do I -- how do I download it?	13:26:45
3	EXHIBIT TECH: As well, I can pass	13:26:49
4	control. There's all three options. I just	13:26:50
5	wanted to put that out there.	13:26:53
6	THE WITNESS: Yeah. If you want	13:26:55
7	to guide me through it, that's fine.	13:26:56
8	MR. HEJNY: Yeah, why don't you --	13:26:58
9	Charlie, why don't you scroll down to the first	13:26:59
10	page -- to the next page. The first page is	13:27:01
11	Bates number HW397-0051424. If you can scroll	13:27:04
12	down to the -- yeah, perfect.	13:27:11
13	Q. (BY MR. HEJNY) And this is the release	13:27:13
14	document, Mr. Wise. I just want to give you a	13:27:17
15	chance to look through it before I ask you a	13:27:19
16	bunch of questions.	13:27:21
17	A. Okay.	13:27:22
18	Q. So I'll let you take control, and you can	13:27:27
19	let the tech know when you want to scroll down.	13:27:30
20	A. Okay.	13:27:36
21	THE WITNESS: You can scroll down	13:30:38
22	a little bit.	13:30:40
23	EXHIBIT TECH: As well, do you	13:30:43
24	want me to zoom in any more than this, or is this	13:30:44
25	good?	13:30:47

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1	THE WITNESS: That's okay. Yeah,	13:30:47
2	a little more zoom would be good, thank you.	13:30:49
3	Thank you, yeah. And scroll down a little more.	13:30:52
4	Down a little more. You can go further. Okay.	13:31:19
5	Can you go back up to that first	13:31:27
6	paragraph? Okay.	13:31:30
7	Q. (BY MR. HEJNY) Sorry for making you read	13:31:42
8	that. I just wanted to give you a chance to look	13:31:44
9	through it so you'd know what we were talking	13:31:46
10	about.	13:31:48
11	A. Yeah, appreciate it.	13:31:49
12	Q. So at the very top --	13:31:50
13	MR. HEJNY: If we could scroll up	13:31:51
14	just a little bit...	13:31:53
15	Q. (BY MR. HEJNY) So this release was sent	13:31:54
16	by Dr. Raleigh to you, correct, Mr. Wise?	13:31:56
17	A. Yes.	13:32:02
18	Q. And the release itself would be between	13:32:05
19	Qualcomm, Dr. Raleigh, ItsOn and Headwater	13:32:09
20	Partners, correct?	13:32:15
21	A. Looks to be, yes.	13:32:22
22	Q. And that first paragraph defines	13:32:24
23	Dr. Raleigh, ItsOn, Headwater Partners, and	13:32:27
24	together with Dr. Raleigh and ItsOn, as the	13:32:30
25	"releasees."	13:32:32

1	Do you see that?	13:32:34
2	A. Yes.	13:32:34
3	Q. And paragraph C below, under "Background,"	13:32:35
4	states that, "Qualcomm now agrees to release	13:32:40
5	releasees from certain claims that it may have	13:32:45
6	had concerning the ownership of the technology	13:32:47
7	used by the releasees or otherwise."	13:32:49
8	Do you see that?	13:32:52
9	A. Yes.	13:32:54
10	Q. So this is, in essence, Dr. Raleigh,	13:32:54
11	ItsOn, and Headwater asking for Qualcomm to grant	13:33:02
12	a release to any prior ownership claims that	13:33:05
13	Qualcomm had in Dr. Raleigh's IP, correct?	13:33:10
14	MR. DAVIS: Objection, form.	13:33:13
15	A. Yeah, I don't -- I don't know who	13:33:19
16	originally drafted this, but it...	13:33:22
17	Q. (BY MR. HEJNY) So Dr. Raleigh sent --	13:33:24
18	Dr. Raleigh sent this to you in an e-mail,	13:33:25
19	correct?	13:33:27
20	A. He sent it to me in an e-mail, yes.	13:33:28
21	Q. But that first e-mail does say, "Dave,	13:33:30
22	here is the release we discussed," correct?	13:33:34
23	A. Yeah, I think that's what it said.	13:33:38
24	Q. Do you recall discussing the -- this	13:33:40
25	release with Dr. Raleigh or any representatives	13:33:43

1 of ItsOn or Headwater Partners? 13:33:46

2 A. I don't recall any conversations about it, 13:33:50

3 no. 13:33:52

4 MR. HEJNY: Now, if we could 13:33:54

5 scroll down just a little bit so we could see the 13:33:55

6 full release of claims paragraph... 13:33:58

7 Q. (BY MR. HEJNY) Obviously a lot of 13:33:59

8 legalese here, but the release of claims states 13:34:01

9 that, "Qualcomm, on behalf of itself and the 13:34:03

10 past, present and future officers" of the 13:34:07

11 company, and it's releasing Dr. Raleigh from any 13:34:11

12 ownership claims that Qualcomm might have in any 13:34:19

13 inventions that were "conceived of, fixed, 13:34:24

14 invented, or reduced to practice by Dr. Raleigh, 13:34:26

15 whether or not such inventions were conceived of, 13:34:30

16 fixed, invented or reduced to practice by 13:34:33

17 Dr. Raleigh while he was an employee of 13:34:36

18 Qualcomm." 13:34:40

19 Do you see that language? 13:34:40

20 A. Yeah. 13:34:43

21 Q. Do you recall the details of the 13:34:44

22 negotiation of this release with Dr. Raleigh? 13:34:50

23 A. I don't. 13:34:55

24 Q. But he's clearly asking for a release of 13:34:56

25 any Qualcomm ownership interest in any inventions 13:35:01

1	that he invented, fixed, or reduced to practice	13:35:03
2	while an employee of Qualcomm.	13:35:07
3	Do you see that?	13:35:09
4	MR. DAVIS: Objection, form.	13:35:11
5	A. Yeah, I -- I see what's written, yes.	13:35:12
6	Q. (BY MR. HEJNY) But you don't have any	13:35:15
7	recollection of the negotiations of this release	13:35:18
8	document?	13:35:21
9	A. I don't.	13:35:24
10	Q. Would Qualcomm have even considered	13:35:44
11	entering into this type of release document if it	13:35:47
12	didn't have a good faith belief that it owned	13:35:49
13	some or all of the IP developed by Dr. Raleigh?	13:35:54
14	MR. KAYS: Objection, form.	13:35:58
15	MR. DAVIS: Objection, form.	13:35:59
16	A. You know, I don't know the extent of	13:36:04
17	the -- the belief or not, but there's clearly,	13:36:07
18	from the -- from doing something like this, some	13:36:11
19	uncertainty.	13:36:13
20	Q. (BY MR. HEJNY) Do you recall discussing	13:36:20
21	this release with Ms. Lombardi?	13:36:21
22	MR. KAYS: Again, if that's with	13:36:26
23	Ms. Lombardi outside the presence of counsel, you	13:36:29
24	can answer; otherwise, I would instruct you not	13:36:33
25	to answer.	13:36:35

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1	A. I don't recall.	13:36:39
2	Q. (BY MR. HEJNY) And this is a "yes" or	13:36:40
3	"no" question. Do you recall discussing this	13:36:41
4	release with in-house IP counsel at Qualcomm?	13:36:43
5	A. I don't recall.	13:36:49
6	MR. KAYS: You can answer -- yeah,	13:36:50
7	you can answer that.	13:36:51
8	MR. HEJNY: Okay. We can take	13:36:54
9	this down.	13:36:55
10	Q. (BY MR. HEJNY) Mr. Wise, do you recall a	13:37:20
11	Qualcomm employee named Mark Snyder?	13:37:22
12	A. Yes.	13:37:25
13	Q. And who was Mark Snyder?	13:37:26
14	A. A lawyer at Qualcomm.	13:37:30
15	Q. Was he an IP lawyer or a business lawyer?	13:37:31
16	A. A business lawyer, I believe.	13:37:38
17	MR. HEJNY: Let's pull up	13:37:47
18	Exhibit 12, please.	13:37:48
19	(Whereupon Exhibit Number 12 was	13:37:50
20	marked for identification.)	13:37:50
21	Q. (BY MR. HEJNY) And Exhibit 12 is an	13:38:01
22	e-mail dated June 24th, 2009, from Mark Snyder to	13:38:03
23	SGoldberg@WSGR.com, and you're copied, Mr. Wise.	13:38:07
24	Do you see that?	13:38:11
25	A. Yes. Let me just read this real quick.	13:38:14

1	Q. Sure.	13:38:16
2	And while you're reading it, I'll note	13:38:17
3	for the record that the Bates number at the	13:38:19
4	bottom right-hand side of the page is	13:38:21
5	HW397-00102742.	13:38:27
6	A. Okay.	13:38:54
7	Q. Do you recall who Selwyn Goldberg is? He	13:38:54
8	was the addressee of this e-mail.	13:39:02
9	A. I don't.	13:39:06
10	Q. Do you recall discussions with Mr. Snyder	13:39:12
11	related to this e-mail and a potential redline to	13:39:15
12	the Qualcomm release?	13:39:20
13	A. I don't.	13:39:26
14	Q. Do you understand what is meant by item	13:39:27
15	(2), "That there is some standard to identify	13:39:31
16	which patent claims fall within the scope of the	13:39:35
17	release"?	13:39:37
18	A. I don't.	13:39:40
19	Q. Do you recall whether Qualcomm ever agreed	13:39:43
20	to sign this or any other release of ownership	13:39:47
21	with Dr. Raleigh?	13:39:53
22	A. Sorry, can you repeat that?	13:39:58
23	Q. Sure.	13:39:59
24	Do you recall whether Qualcomm ever	13:40:00
25	agreed to sign a release or any sort of release	13:40:02

1	document related to Qualcomm's ownership interest	13:40:06
2	in Dr. Raleigh's IP?	13:40:10
3	A. I don't recall.	13:40:13
4	Q. Do you know whether -- do you recall --	13:40:15
5	strike that.	13:40:21
6	Do you recall whether Qualcomm ever	13:40:22
7	agreed to enter into a business relationship with	13:40:24
8	Dr. Raleigh or ItsOn?	13:40:26
9	A. I don't recall. I know, you know, from	13:40:32
10	all this, that we had a lot of conversations, but	13:40:34
11	I don't recall what happened.	13:40:37
12	MR. HEJNY: Okay. We can take	13:41:04
13	this down, and let's pull up -- it's marked as	13:41:05
14	"14" in my uploads, but let's mark it as	13:41:08
15	Exhibit 13 for purposes of the deposition.	13:41:12
16	EXHIBIT TECH: Not a problem.	13:41:14
17	(Whereupon Exhibit Number 13 was	13:41:15
18	marked for identification.)	13:41:25
19	MR. HEJNY: And this would be an	13:41:25
20	e-mail with a Bates stamp of Headwater	13:41:26
21	397-0051423 [sic].	13:41:30
22	Q. (BY MR. HEJNY) So take a second to look	13:42:02
23	over this e-mail, Mr. Wise, and I'll ask you some	13:42:04
24	questions.	13:42:07
25	A. Okay.	13:42:52

1	Q. Do you recall ever seeing this e-mail,	13:42:52
2	Mr. Wise?	13:42:58
3	A. No.	13:43:01
4	Q. So it's dated August 3rd, 2009, and it is	13:43:04
5	from Mark Snyder to Greg Raleigh and you are	13:43:08
6	copied, correct?	13:43:13
7	A. Yes.	13:43:14
8	Q. And based on the contents of this e-mail,	13:43:15
9	it looks like Dr. Raleigh and ItsOn have declined	13:43:22
10	Qualcomm's most recent business proposal?	13:43:26
11	A. Yes, that's what it says.	13:43:28
12	Q. Does this refresh your recollection as to	13:43:30
13	whether or not any -- any sort of investment	13:43:32
14	agreement was ever signed between Qualcomm,	13:43:36
15	Dr. Raleigh, and ItsOn?	13:43:39
16	A. Doesn't refresh -- reflect my	13:43:44
17	recollection, but that's what it says.	13:43:47
18	Q. And in that e-mail in the second	13:43:54
19	paragraph, it makes "clear that Qualcomm	13:43:55
20	continues to reserve all of its rights, and does	13:43:58
21	not waive any rights to Qualcomm's intellectual	13:44:00
22	property, including any Qualcomm intellectual	13:44:03
23	property incorporated in patent applications	13:44:06
24	filed by Greg, ItsOn or Headwater Partners,"	13:44:08
25	correct?	13:44:11

1	A. That's what it says, yes.	13:44:12
2	Q. So this negotiation process that began in	13:44:14
3	January of 2009 appears to have concluded in	13:44:21
4	August 2009, correct?	13:44:24
5	A. Looks to have.	13:44:29
6	Q. And it appears that Qualcomm never waived	13:44:31
7	its claim of ownership in intellectual property	13:44:34
8	incorporated in patent applications filed by	13:44:38
9	Dr. Raleigh, correct?	13:44:42
10	MR. DAVIS: Objection, form.	13:44:42
11	A. Yeah, as of this date, yes.	13:44:45
12	Q. (BY MR. HEJNY) Do you recall any further	13:44:47
13	discussions related to the ownership issue, the	13:44:49
14	IP ownership issue between Qualcomm and	13:44:54
15	Dr. Raleigh?	13:44:58
16	A. I don't recall.	13:44:58
17	Q. Have any of the exhibits that we've	13:44:59
18	discussed today refreshed your recollections	13:45:18
19	regarding discussions or negotiations with	13:45:22
20	Dr. Raleigh?	13:45:24
21	A. No, beyond -- beyond what's on the	13:45:24
22	e-mails. Sorry, 16 years.	13:45:26
23	MR. HEJNY: Why don't we take a	13:45:33
24	quick break? I think I'm getting really close to	13:45:34
25	wrapping up, and maybe we can finish this.	13:45:37

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1	Five-minute break okay?	13:45:39
2	MR. KAYS: That's fine, thanks.	13:45:42
3	THE WITNESS: Thank you.	13:45:43
4	THE VIDEOGRAPHER: Time is	13:45:45
5	1:45 p.m. We're going off the record.	13:45:47
6	(Break taken from 1:45 p.m. to	13:45:48
7	1:50 p.m.)	13:50:38
8	THE VIDEOGRAPHER: The time is	13:50:39
9	1:50 p.m. We are back on the record.	13:50:46
10	Q. (BY MR. HEJNY) Mr. Wise, thank you for	13:50:48
11	your time today. Those are all the questions I	13:50:50
12	have.	13:50:50
13	MR. HEJNY: So I'll pass the	13:50:53
14	witness.	13:50:55
15	MR. DAVIS: Thank you.	13:50:56
16	EXAMINATION	13:50:56
17	BY MR. DAVIS:	13:50:57
18	Q. So, Mr. Wise, I have just a few questions	13:50:57
19	for you.	13:50:59
20	And again, my name is Kris Davis. I	13:51:00
21	represent plaintiff, Headwater, in this case.	13:51:04
22	Mr. Wise, when were you first	13:51:08
23	contacted by anyone about litigation involving	13:51:16
24	Headwater? Was it the subpoena in this case?	13:51:19
25	A. Yes.	13:51:23

1	Q. And so have you been contacted by anyone	13:51:24
2	besides AT&T about any litigation involving	13:51:29
3	Headwater or ItsOn or Dr. Raleigh?	13:51:34
4	A. Nothing other than the subpoena.	13:51:38
5	Q. Okay. Nothing other than the -- this	13:51:40
6	subpoena that we're here for the deposition for?	13:51:45
7	A. Correct.	13:51:48
8	Q. Okay. And did you receive any contact	13:51:48
9	from AT&T prior to receiving the subpoena?	13:51:59
10	A. No.	13:52:05
11	Q. Okay. And as far as you know, has	13:52:05
12	Qualcomm ever brought any lawsuit or other legal	13:52:18
13	claim against Dr. Raleigh or Headwater or ItsOn	13:52:20
14	relating to IP or patent ownership?	13:52:25
15	A. I'm not aware.	13:52:35
16	Q. All right.	13:52:40
17	MR. DAVIS: No further questions	13:52:43
18	from me. I'll pass the witness.	13:52:44
19	MR. HEJNY: Nothing further from	13:52:48
20	me. We can go off the record.	13:52:50
21	MR. KAYS: Great.	13:52:52
22	THE VIDEOGRAPHER: All right.	13:52:52
23	This ends the deposition of Mr. Wise. The time	13:53:03
24	on the video monitor is 1:53 p.m.	13:53:06
25	THE COURT REPORTER: Scott, do you	13:53:37

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1	need a rough?	13:53:39
2	MR. HEJNY: Yes, please.	13:53:40
3	MR. KAYS: I just need the	13:54:14
4	transcript, thank you.	13:54:16
5	THE COURT REPORTER: Mr. Kays, did	13:54:23
6	you need a rough?	13:54:25
7	MR. KAYS: No, I don't.	13:54:33
8	THE COURT REPORTER: Okay, thank	13:54:33
9	you.	13:54:37
10	MR. DAVIS: Annette, I'm not sure	13:54:37
11	what you have for us on the final transcript. I	13:54:39
12	think I've been doing something like two business	13:54:46
13	days, if that's possible.	13:54:49
14	THE COURT REPORTER: Yes, sir.	
15	(Deposition concluded.)	
16	* * * * *	
17		
18		
19		
20		
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22		
23		
24		
25		

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1 I, DAVID WISE, have read the foregoing
2 deposition and hereby affix my signature that
3 same is true and correct, except as noted above.

4 _____
5 DAVID WISE

6 THE STATE OF _____)

7 COUNTY OF _____)

8
9 Before me, _____, on
10 this day personally appeared DAVID WISE, known to
11 me (or proved to me under oath or through
12 _____) (description of
13 identity card or other document) to be the person
14 whose name is subscribed to the foregoing
15 instrument and acknowledged to me that they
16 executed the same for the purposes and
17 consideration therein expressed.

18 Given under my hand and seal of office this
19 _____ day of _____,
20 _____.

21
22 _____
23 NOTARY PUBLIC IN AND FOR
24 THE STATE OF _____
25 COMMISSION EXPIRES: _____

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1 IN THE UNITED STATES DISTRICT COURT
2 FOR THE EASTERN DISTRICT OF TEXAS
3 MARSHALL DIVISION

4 HEADWATER RESEARCH LLC,)
5)
6 Plaintiff,)
7) CASE NO.:
8 VS.) 2:23-cv-00397-JRG-RSP
9)
10 AT&T SERVICES, INC.,) Lead Case
11 AT&T MOBILITY, LLC, AND)
12 AT&T CORP.,)
13)
14 Defendants.)

15 HEADWATER RESEARCH LLC,)
16)
17 Plaintiff,)
18) CASE NO.:
19 VS.) 2:23-cv-00398-JRG-RSP
20)
21 AT&T SERVICES, INC.,)
22 AT&T MOBILITY, LLC, AND)
23 AT&T CORP.,)
24)
25 Defendants.)

26 REPORTER'S CERTIFICATION
27 DEPOSITION OF DAVID WISE
28 JANUARY 31, 2025

29 I, Annette Peltier, Certified Shorthand
30 Reporter in and for the State of Texas, hereby
31 certify to the following:

32 That the witness, DAVID WISE, was duly sworn
33 by the officer and that the transcript of the
34 oral deposition is a true record of the testimony
35 given by the witness;

1 That the original deposition was delivered to
2 Mr. Scott Hejny, Custodial Attorney.

3 That a copy of this certificate was served on
4 all parties shown herein on _____.

5 I further certify that pursuant to FRCP Rule
6 30(e)(1) that the signature of the deponent:

7 XXX was requested by the deponent or a party
8 before the completion of the deposition and that
9 signature is to be returned within 33 days from
10 the date of receipt of the transcript. If
11 returned, the attached changes and signature page
12 contains any changes and the reasons therefore.

13 _____ was not requested by the deponent or
14 party before the completion of the deposition.

15 I further certify that I am neither counsel
16 for, related to, nor employed by any of the
17 parties or attorneys in the action in which this
18 testimony was taken. Further, I am not a
19 relative or employee of any attorney of record in
20 this cause, nor am I financially or otherwise
21 interested in the outcome of the action.

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